

STATE OF IOWA
DEPARTMENT OF COMMERCE
UTILITIES BOARD

IN RE: MINBURN TELEPHONE COMPANY AND FRONTIER COMMUNICATIONS – SCHUYLER, INC.	DOCKET NO. SPU-99-3
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ORDER GRANTING MOTION TO REVISE ORDER

(Issued April 23, 1999)

On February 3, 1999, Minburn Telephone Company (Minburn) and Frontier Communications – Schuyler, Inc. (Schuyler) (collectively, Joint Applicants), filed a joint application pursuant to IOWA CODE § 476.20 (1999) for discontinuance of service and pursuant to IOWA CODE § 476.29 for transfer of a certificate. The Joint Applicants stated they have entered into an asset purchase agreement as of December 24, 1998, pursuant to which Minburn will acquire the assets of Schuyler necessary to provide local exchange telecommunications services in the Woodward, Iowa, exchange. The acquisition will result in the discontinuance of service in that exchange by Schuyler and continuation of the existing service by Minburn. The Joint Applicants originally asked to have the certificate of public convenience and necessity presently issued to Schuyler for service in the Woodward exchange transferred to Minburn. The Joint Applicants further sought Board approval of the proposed discontinuance of service by Schuyler in the Woodward exchange.

On March 13, 1999, the Board issued its "Order Approving Joint Application For Discontinuance Of Service And Transfer Of Certificate," granting the requests of the Joint Applicants and approving transfer of the certificate from Schuyler to Minburn.

On April 2, 1999, the Joint Applicants filed a "Motion To Revise Order," asking the Board to issue the certificate to Minburn Telecommunications, Inc., a wholly-owned subsidiary of Minburn, which will be acquiring the Woodward exchange from Schuyler. On April 16, 1999, the Joint Applicants filed an affidavit of R. N. Flam, Manager of Minburn, dated April 15, 1999, and stating as follows:

1. Minburn Telecommunications, Inc., is an Iowa corporation as of April 5, 1999, and is a wholly-owned subsidiary of Minburn.
2. All of the management and operational service required by Minburn Telecommunications, Inc., will be provided to it by Minburn.
3. As the sole shareholder of Minburn Telecommunications, Inc., Minburn will assure that its subsidiary has all of the technical, financial, and managerial resources necessary to provide compatible utility service to the Woodward exchange.

Based upon the record in this proceeding, the Board finds that the "Motion To Revise Order" filed on April 2, 1999, by the Joint Applicants should be granted and that Schuyler's certificate to serve the Woodward exchange should be transferred to Minburn Telecommunications, Inc. All other requirements of the Board's March 13, 1999, order are modified accordingly.

IT IS THEREFORE ORDERED:

1. The "Motion To Revise Order" filed on April 2, 1999, by Minburn Telephone Company and Frontier Communications – Schuyler, Inc., is approved.
2. Minburn Telecommunications, Inc., is directed to file tariffs showing the proposed terms and conditions of its intended service in the Woodward exchange at least 30 days prior to the time the Woodward exchange assets are transferred from Schuyler to Minburn Telecommunications, Inc.

UTILITIES BOARD

/s/ Allan T. Thoms

/s/ Emmit J. George, Jr.

ATTEST:

/s/ Raymond K. Vawter, Jr. /s/ Paula S. Dierenfeld
Executive Secretary

Dated at Des Moines, Iowa, this 23rd day of April, 1999.